

Agenda Item No. 8 of the Ordinary General Meeting of Shareholders

(OGMS) of 29 April 2026

Approval of the payment of the variable remuneration of the executive director for financial year 2025, pursuant to Article 37(3) of Government Emergency Ordinance No. 109/2011.

Background

- On 15 April 2025, by Resolution No. 11 of the Ordinary General Meeting of Shareholders (OGMS), the members of the Board of Directors of Antibiotice S.A. were appointed (executive director/director general and non-executive directors);
- On 6 November 2025, by Resolution No. 2 of the Ordinary General Meeting of Shareholders, the key performance indicators (KPIs) applicable to the period 2025–2029 for the executive director/director general, derived from the 2025–2029 Management Plan, were approved;
- On 18 December 2025, by Resolution No. 6 of the Ordinary General Meeting of Shareholders, the execution of the addendum to the mandate agreement of the executive director/director general was approved, incorporating:
 - – the key performance indicators (KPIs) for the period 2025–2029;
 - – the amount of the variable remuneration for financial year 2025, set at a gross value of RON 21,392, in accordance with Article 38 of GEO 109/2011, which allows for a maximum of twice the average monthly gross salary earnings over the preceding 12 months for the activity corresponding to the Company's primary registered business activity, in accordance with the national classification of economic activities, as published by the National Institute of Statistics, prior to the date of appointment.

Assessment by the Nomination and Remuneration Committee

The Nomination and Remuneration Committee conducted a review of the performance under the mandate agreement by the executive director/director general, assessing the degree of achievement of the key performance indicators (KPIs) negotiated with the OGMS and incorporated in the mandate agreement. The overall degree of KPI achievement resulting from this assessment is

The overall degree of KPI achievement resulting from the assessment is **86.24%**.

Applicable Legal Framework

Pursuant to Article 13(3) of Annex No. 2 to Government Decision No. 639/2023 on the Methodological Norms for establishing financial and non-financial performance indicators and the variable component of remuneration for members of boards of directors of public enterprises and for directors, the overall degree of KPI achievement may be classified as:

- below expectations: where the overall degree of KPI achievement is up to 85%;
- in line with expectations: where the overall degree of KPI achievement is between 85% and 100%;
- above expectations: where the overall degree of KPI achievement exceeds 100%.

The Nomination and Remuneration Committee notes that the achievement rate of **86.24%** falls within the rating of **"in line with expectations"**, and accordingly proposes that the Board of Directors approve the full payment of the variable remuneration for financial year 2025 — **RON 21,392 gross/financial year 2025** — to the executive director/director general, following the approval of the annual financial statements by the Ordinary General Meeting of Shareholders.

Date: 16 March 2026

Chairperson of the Nomination and Remuneration Committee,
Mr. Andrei-Tiberiu NOVAC